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WASHINGTON, D.C.

SURFACE TRANSPORTATION BOARD

ELIAS C. ALVORD (1942)
ELLSWORTH C. ALVORD (1964)

20036

OF COUNSEL
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June 3, 2008

Anne K. Quinlan, Esq.
Acting Secretary
Surface Transportation Board
395 "E" Street, S.W.
Washington, D.C. 20423-0001

Dear Ms. Quinlan:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Termination and Release of Security Interest, dated as of May 29, 2008, a secondary document as defined in the Board's Rules for the Recordation of Documents.

The enclosed document is a total release and relates to the Memorandum of Security Agreement previously filed with the Board under Recordation Number 24846.

The name and address of the party to the enclosed document are:

Secured Party: TD Banknorth, N.A.
2 West Main Street
P.O. Box 2589
Waterbury, Connecticut 06723-2589

[Debtor: Circle of Life, LLC
80 Middletown Avenue
New Haven, Connecticut 06513]

Anne K. Quinlan, Esq.
June 3, 2008
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A description of the railroad equipment covered by the enclosed document is:

All railcars covered by the Memorandum of Security Agreement on file under Recordation Number 24846 are RELEASED.


A short summary of the document to appear in the index is:

Termination and Release of Security Interest.

Also enclosed is a check in the amount of \$35.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/sem
Enclosures

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**Termination and Release of Security Interest
(Surface Transportation Board)**

SURFACE TRANSPORTATION BOARD

For value received, TD Banknorth, N.A. (formerly known as Banknorth, N.A.) ("Secured Party") terminates and releases any and all rights and interests of Secured Party with respect to the railcars described in the schedules attached hereto (the "Released Collateral"), including without limitation any security interests in the Released Collateral pursuant to the agreements referenced in the memoranda listed in the table below.

Memoranda of Secured Party's rights and interests with respect to the Released Collateral have been recorded with the Surface Transportation Board as follows:

Description of recorded document	Date and time of filing with STB	STB recordation number
Memorandum of Security Agreement (dated 12/29/2006)	January 3, 2007 at 2:28 p.m.	26757
Memorandum of Security Agreement (dated 12/29/2006)	January 3, 2007 at 2:16 p.m.	26756
Memorandum of Security Agreement (dated 3/8/2004)	March 11, 2004 at 10:20 a.m.	24846
Memorandum of Security Agreement (dated 2/5/2004)	February 12, 2004 at 9:39 a.m.	24815
Memorandum of Security Agreement (dated 12/29/2003)	December 31, 2003 at 11:04 a.m.	24756

Secured Party releases and terminates its rights and interests covered by each of those memoranda.

EXECUTED as of May 29, 2008.

TD BANKNORTH, N.A.

By: 

Name:

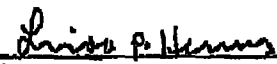
Title:

Joseph C. Guarino

Vice President

State of Connecticut, County of Hartford

On May 29, 2008, before me personally appeared Joseph C. Guarino, VP, to me personally known, who being by me duly sworn says that he is Vice President of TD Banknorth, N.A., a national banking association, and that, as such officer, being duly authorized to do so, he executed the foregoing instrument on behalf of said banking association.


Notary Public

My commission expires:

[NOTARIAL SEAL]

Linda P. Henry
NOTARY PUBLIC
State of Connecticut
My Commission Expires 3/31/2013

**Schedules
to Termination and Release of Security Interest**

- [attached]

SCHEDULE A

CAR NUMBER	BUILDER	YR BUILT
NHRX 677	BERWICK	1980
NHRX 688	BERWICK	1980
NHRX 689	BERWICK	1980
NHRX 698	BERWICK	1980
NHRX 699	BERWICK	1980
NHRX 701	BERWICK	1980
NHRX 707	BERWICK	1980
NHRX 709	BERWICK	1980
NHRX 710	BERWICK	1980
NHRX 726	BERWICK	1980
NHRX 735	BERWICK	1980
NHRX 740	BERWICK	1980
NHRX 746	BERWICK	1980
NHRX 752	BERWICK	1980
NHRX 761	BERWICK	1980
NHRX 771	BERWICK	1980
NHRX 772	BERWICK	1980
NHRX 777	BERWICK	1980
NHRX 779	BERWICK	1980
NHRX 782	BERWICK	1980
NHRX 786	BERWICK	1980
NHRX 791	BERWICK	1980
NHRX 797	BERWICK	1980
NHRX 799	BERWICK	1980
NHRX 800	BERWICK	1980
NHRX 804	BERWICK	1980
NHRX 813	BERWICK	1980
NHRX 816	BERWICK	1980
NHRX 820	BERWICK	1980
NHRX 822	BERWICK	1980
NHRX 825	BERWICK	1980
NHRX 832	BERWICK	1980
NHRX 833	BERWICK	1980
NHRX 844	BERWICK	1980
NHRX 848	BERWICK	1980
NHRX 850	BERWICK	1980
NHRX 858	BERWICK	1980
NHRX 860	BERWICK	1980
NHRX 863	BERWICK	1980
NHRX 870	BERWICK	1980
NHRX 871	BERWICK	1980
NHRX 875	BERWICK	1980
NHRX 883	BERWICK	1980
NHRX 885	BERWICK	1980
NHRX 886	BERWICK	1980
NHRX 892	BERWICK	1980
NHRX 894	BERWICK	1980
NHRX 896	BERWICK	1980

NHRX	903	BERWICK	1980
NHRX	915	BERWICK	1980
NHRX	919	BERWICK	1980
NHRX	920	BERWICK	1980
NHRX	923	BERWICK	1980
NHRX	928	BERWICK	1980
NHRX	933	ACF	1980
NHRX	935	ACF	1980

CAR NUMBER		BUILDER	YR BUILT
NHRX	941	ACF	1980
NHRX	960	ACF	1980
NHRX	963	ACF	1980
NHRX	964	ACF	1980
NHRX	965	ACF	1980
NHRX	967	ACF	1980
NHRX	983	ACF	1980
NHRX	988	ACF	1980
NHRX	1008	ACF	1980
NHRX	1011	ACF	1980
NHRX	1012	ACF	1980
NHRX	1013	ACF	1980
NHRX	1032	ACF	1980
NHRX	1033	ACF	1980
NHRX	1037	ACF	1980
NHRX	1049	ACF	1980
NHRX	1060	ORTNER	1983
NHRX	1087	ORTNER	1983
NHRX	1097	ORTNER	1983
NHRX	1098	ORTNER	1983
NHRX	1108	ORTNER	1983
NHRX	1114	ORTNER	1983
NHRX	1120	ORTNER	1983
NHRX	1123	ORTNER	1983
NHRX	1145	ORTNER	1983
NHRX	1149	ORTNER	1983
NHRX	1153	ORTNER	1983
NHRX	1168	ORTNER	1983
NHRX	1171	ORTNER	1983
NHRX	1184	ORTNER	1983
NHRX	1185	ORTNER	1983
NHRX	1200	ORTNER	1983
NHRX	1209	ORTNER	1983
NHRX	1231	ORTNER	1983
NHRX	1241	ORTNER	1983
NHRX	1250	ORTNER	1983
NHRX	1285	ORTNER	1983
NHRX	1287	ORTNER	1983
NHRX	1319	THRALL	1988
NHRX	1320	THRALL	1988
NHRX	1324	THRALL	1988
NHRX	1349	THRALL	1988

NHRX	1356	THRALL	1988
NHRX	1365	THRALL	1988
NHRX	1415	THRALL	1988
NHRX	1426	THRALL	1988
NHRX	1450	THRALL	1988
NHRX	1460	THRALL	1988
NHRX	1481	THRALL	1988
NHRX	1482	THRALL	1988
NHRX	1487	THRALL	1988
NHRX	1491	THRALL	1988
NHRX	1507	THRALL	1988
NHRX	1508	THRALL	1988

CERTIFICATION

I, Robert W. Alvord, attorney licensed to practice in the State of New York and the District of Columbia, do hereby certify under penalty of perjury that I have compared the attached copy with the original thereof and have found the copy to be complete and identical in all respects to the original document.

Dated: _____

6/4/08



Robert W. Alvord